

RECORDATION NO. 30450 FILED

OCT 31 '12 -2 41 PM

SURFACE TRANSPORTATION BOARD



FIRST UNION RAIL

One O'hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

Tel 847.318 7575
Fax 847.318.7588
www.firstunionrail.com

VIA UPS NEXT DAY AIR

October 26, 2012

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Re: Documents for Rail Recordation

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated October 11, 2012, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor:	First Union Rail Corporation	Lessee:	Elkon Products Inc.
	One O'Hare Centre		1166 Melville Street
	6250 N River Road, Suite 5000		Unit 2206
	Rosemont, IL 60018		Vancouver, BC V6E 4P5

A description of the railroad equipment covered by the enclosed document is for one (1) hopper car marked FURX 894061.

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Senior Documentation Specialist

Enclosure

(FI PR005)

ASSGN NO . ELPR005

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MEMORANDUM OF LEASE

JULIALE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 11th day of October, 2012, by and between the Montreal Branch of First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Elkon Products Inc ("Lessee"), a British Columbia corporation

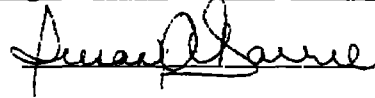
WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of October 10, 2012, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of October 11, 2012, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written

LESSOR:

FIRST UNION RAIL CORPORATION

Name Susan A. BarrieTitle Regional Vice President, SalesSignature 

LESSEE:

ELKON PRODUCTS INC .

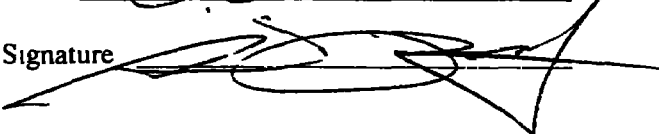
Name Gerry RunkeltonTitle CEOSignature 

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS.

One (1).

DESCRIPTION OF CARS

Pressure differential covered hopper cars.

CAR NUMBERS:

FURX 894061.